

**EXHIBIT A****Timekeeper Summary**

<b>Name of Professional</b>	<b>Position with the Applicant and Number of Years in that Position</b>	<b>Departments(s)</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Jennifer R. Hoover	Partner since 2012. Member of the DE Bar since 2007. Member of the PA and NJ Bars since 2001.	Bankruptcy and Litigation.	\$815.00	69	\$56,235.00
Kevin M. Capuzzi	Partner since 2019. Member of the DE Bar since 2010. Member of the NJ Bar since 2015.	Bankruptcy and Litigation.	\$640.00	48.9	\$31,296.00
Daniel N. Brogan	Partner since 2023. Member of the DE and NJ Bars since 2012. Member of PA Bar since 2016.	Bankruptcy and Litigation.	\$640.00	2.2	\$1,408.00
John C. Gentile	Associate since 2017. Member of the DE Bar since 2015. Member of the PA Bar since 2016.	Bankruptcy and Litigation.	\$525.00	85.3	\$44,782.50
Steven L. Walsh	Associate since 2022. Member of the DE Bar since 2018.	Bankruptcy and Litigation.	\$495.00	1.5	\$742.50
Juan E. Martinez	Associate since 2022. Member of the DE Bar since 2022.	Bankruptcy and Litigation.	\$405.00	22.1	\$8,950.50
LouAnne Molinaro	Paralegal since 2017.	Bankruptcy and Litigation.	\$370.00	18.6	\$6,882.00
<b>Total</b>				<b>247.6</b>	<b>\$150,296.50</b>
<b>Blended Rate</b>		<b>\$607.01</b>			

**EXHIBIT B****Statement of Fees By Subject Matter**

<b>Matter Description</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
Case Administration (includes budgeting)	109.9	\$64,932.50
Asset Analysis and Recovery	1.5	\$1,222.50
Asset Disposition	23.4	\$15,321.00
Assumption/Rejection of Leases and Contracts	6.4	\$4,256.50
Business Operations	1.8	\$1,130.50
Claims Administration and Objections	4.8	\$3,173.50
Employee Benefits/Pensions	5.1	\$3,388.00
Employment and Fee Applications	60.4	\$36,411.50
Financing/Cash Collateral	11.9	\$7,275.50
Litigation/Other Contested Matters	7.1	\$3,750.50
Meeting & Communications with Creditors	3.7	\$1,702.50
Relief from Stay/Adequate Protection	11.6	\$7,732.00
<b>Total</b>	<b>247.6</b>	<b>\$150,296.50</b>

**EXHIBIT C**

**Expense Summary**

<b>Expense Category</b>	<b>Service Provider</b>	<b>Amount</b>
Transcripts	Reliable Wilmington	\$19.20
Printing/Mailing	DLS	\$9,535.17
<b>Total</b>		<b>\$9,554.37</b>

**EXHIBIT D**

**Detailed Fee Records**

Yellow Corporation, Committee of Unsecured Creditors

**FEE STATEMENT FOR SERVICES RENDERED  
AND EXPENSES INCURRED BY  
BENESCH, FRIEDLANDER, COPLAN & ARONOFF LLP  
FOR THE PERIOD SEPTEMBER 1, 2023 THROUGH SEPTEMBER 30, 2023**

Service Category

General	1
Case Administration	2
Asset Analysis and Recovery	3
Asset Disposition	4
Assumption/Rejection of Leases and Contracts	5
Business Operations	6
Claims Administration and Objections	7
Employee Benefits/Pensions	8
Employment and Fee Applications	9
Financing/Cash Collateral	10
Litigation/Other Contested Matters	11
Meetings & Communications with Creditors	12
Relief from Stay/Adequate Protection	13

Expenses

General	14
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BENESCH, FRIEDLANDER, COPLAN & ARONOFF LLP  
SUMMARY OF SERVICES RENDERED  
SEPTEMBER 1, 2023 THROUGH SEPTEMBER 30, 2023

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Daniel N. Brogan	(DNB)	\$640.00	2.20	\$1,408.00
Kevin M. Capuzzi	(KMC)	\$640.00	48.90	\$31,296.00
Jennifer R. Hoover	(JRH)	\$815.00	69.00	\$56,235.00
			<u>120.10</u>	<u>\$88,939.00</u>
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	85.30	\$44,782.50
Juan E. Martinez	(JEM)	\$405.00	22.10	\$8,950.50
Steven L. Walsh	(SLW)	\$495.00	1.50	\$742.50
			<u>108.90</u>	<u>\$54,475.50</u>
<u>Paralegal</u>				
Louanne Molinaro	(LM)	\$370.00	18.60	\$6,882.00
			<u>18.60</u>	<u>\$6,882.00</u>
		TOTAL:	<u>247.60</u>	<u>\$150,296.50</u>

Combined Average Hourly Rate: \$607.01

## FOR PROFESSIONAL SERVICES RENDERED THROUGH SEPTEMBER 30, 2023

## Case Administration

Date	Tkpr	Narrative	Hours
09/01/23	JRH	Communicate with Debtors' counsel regarding future omnibus hearing dates (0.1)	0.10
09/01/23	JRH	Review of recent filings and communicated internally with Akin team	2.50
09/01/23	KMC	Communicate with Debtors' counsel regarding future omnibus hearing dates (0.1)	0.10
09/01/23	JEM	Review daily case filings and circulate same to working group	0.70
09/05/23	KMC	Communicate with Debtors' counsel regarding omnibus hearing dates (0.1), review agenda for committee meeting (0.1), communicate with J. Gentile regarding various case matters (0.2), attend and participate in committee professionals meeting (0.6), and communicate with co-counsel regarding updated critical dates chart (0.1)	1.10
09/05/23	JCG	Emails to/from debtors' counsel regarding omnibus dates for October and November	0.10
09/05/23	JCG	Emails to/from S. Blaine on UCC call agenda and review same	0.10
09/05/23	JCG	Meet with K. Capuzzi on action items, deadlines, and hearings	0.20
09/05/23	JCG	Attend UCC professionals call led by M. Lahaie (.6); review/finalize notes from same and circulate to J. Hoover, K. Capuzzi, J. Martinez (.1)	0.70
09/05/23	JCG	Review latest critical dates chart from J. Martinez (.1); emails to/from K. Zuzolo and K. Capuzzi on same (.1); emails to/from K. Capuzzi and BFCA team on coverage of matters on 9/14 (.1)	0.30
09/05/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	0.80
09/05/23	JRH	Attend and participate in committee professionals meeting (0.6), and communicate with co-counsel regarding updated critical dates chart (0.1)	0.70
09/05/23	LM	Review docket and download, save, and circulate daily pleadings filed to Benesch team (.2); review emails regarding proposed omnibus hearing dates (.1); review emails regarding UCC call agenda from UCC team (.2); review updated critical dates chart prepared and circulated by J. Martinez (.2)	0.70
09/06/23	LM	Confer with Benesch team regarding upcoming hearing and case deadlines (.2); review pleadings filed and circulate (.2)	0.40
09/06/23	JCG	Review certification of counsel and proposed order filed by debtors regarding omnibus hearing dates	0.10
09/06/23	JCG	Emails to/from K. Zuzolo and UCC on agenda for UCC meeting today (.1); also review DIP issues list circulated by K. Zuzolo (.1)	0.20
09/06/23	JRH	Attend and participate in committee professionals meeting (0.2), attend	2.20

Date	Tkpr	Narrative	Hours
		and participate in committee meeting (1.0), review minutes of August 30 committee meeting (0.1), review response letter to equity committee request and research (0.7), communicate with working group regarding upcoming tasks, dates, and deadlines (0.2)	
09/06/23	SLW	Weekly Benesch working group meeting regarding case status and next steps	0.20
09/06/23	JEM	Review notes from call with UCC professionals	0.10
09/06/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	0.70
09/06/23	JCG	Emails to/from J. Hoover and K. Capuzzi on covering UCC calls	0.10
09/06/23	JCG	Attend UCC professional and members meeting (.8); finalize and circulate notes from call to BFCA internal group (.2)	1.00
09/06/23	JCG	Emails to/from P. Tyrrell and K. Capuzzi on professional fee budget numbers	0.10
09/06/23	JCG	Phone call with L. Lopez regarding certain motions for relief from stay (.1); review critical dates chart and emails to/from L. Lopez on same (.1)	0.20
09/06/23	JCG	Emails to/from J. Martinez on preparing next round of critical dates chart (.1); review updated dates chart (.1); run redlines on prior versions and emails to/from L. Lopez on same and notice group for going forward (.2)	0.40
09/06/23	DNB	Meeting with Benesch team to discuss status, tasking, and strategy	0.20
09/06/23	KMC	Review omnibus hearing date order (0.1), communicate with co-counsel regarding hearing dates (0.1), attend and participate in committee professionals meeting (0.2), attend and participate in committee meeting (1.0), review minutes of August 30 committee meeting (0.1), review response letter to equity committee request and review additional authorities (0.5), communicate with J. Gentile regarding same (0.1), and communicate with working group regarding upcoming tasks, dates, and deadlines (0.2)	2.30
09/07/23	JCG	Attend UCC professionals meeting on outstanding items, upcoming action matters	0.40
09/07/23	KMC	Attend and participate in committee professionals meeting (0.5)	0.50
09/07/23	LM	Download, save, and circulate pleadings filed throughout the day to Benesch team	0.60
09/07/23	JRH	Attend and participate in committee professionals meeting (0.5)	0.50
09/08/23	JRH	Review final committee response to equity committee request (0.3), review Debtors' response to equity committee request (0.2), follow-up on first day relief matters (0.4)	0.90
09/08/23	LM	Download, save, and circulate pleadings filed throughout the day (.7); review emails among UCC members regarding revised bidding procedures and pretrial conferences (.4);	1.10



Date	Tkpr	Narrative	Hours
09/08/23	JCG	Emails to/from L. Lopez, J. Hoover, J. Martinez on critical dates chart (.1); review critical dates chart (.1)	0.20
09/08/23	KMC	Review final committee response to equity committee request (0.3), review Debtors' response to equity committee request (0.2), review equity committee request (0.2), review updated critical dates chart (0.2), communicate with J. Martinez regarding same (0.1), and review committee update regarding various first-day relief (0.2)	1.20
09/08/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	1.10
09/09/23	JRH	Review of most recently filed pleadings and follow up (.8)	0.80
09/11/23	JCG	Review notice of hearing regarding certain matters scheduled for Sept. 26 (.1); emails to/from J. Martinez on adding same to critical dates chart (.1)	0.20
09/11/23	JEM	Review article circulated by Benesch working group related to unsecured claims in Yellow bankruptcy	0.30
09/11/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	0.70
09/11/23	JRH	Review objection to DIP, review OCP amended motion, and Yellow update (.5)	0.50
09/11/23	JRH	Review emails on first/day second day relief motions	0.50
09/11/23	LM	Download, save, and circulate pleadings filed to Benesch team (.4); review emails circulated by UCC team regarding DIP settlement proposal and final first day relief (.2); review updated critical dates chart circulated by J. Martinez (.2)	0.80
09/11/23	KMC	Review amended hearing notice on OCP retention motion (0.1) and review committee update on first-day motions (0.1)	0.20
09/12/23	JRH	Review UST letter declining appointment of equity committee (0.1), review agenda for tomorrow's committee meeting (0.2), attend and participate in committee professionals meeting (0.8), review agenda for tomorrow's committee meeting (0.1), and review minutes of September 6 meeting (0.1)	1.30
09/12/23	JRH	Review various pleadings and respond to emails internally and with Akin on upcoming Yellow items (1.5)	1.50
09/12/23	LM	Save letters from the UST regarding equity committee request (.3); download, save, and circulate schedules, SOFAS, and other pleadings filed to Benesch team (1.9)	2.20
09/12/23	KMC	Review UST letter declining appointment of equity committee (0.1), communicate with co-counsel regarding Friday's hearing (0.1), review agenda for tomorrow's committee meeting (0.2), attend and participate in committee professionals meeting (0.8), review agenda for tomorrow's committee meeting (0.1), and review minutes of September 6 meeting (0.1)	1.40
09/12/23	JCG	Attend UCC professionals call regarding multiple work streams, action	0.80

Date	Tkpr	Narrative	Hours
		items, friday hearing	
09/12/23	JCG	Multiple emails to/from L. Lopez, J. Martinez, K. Capuzzi, K. Zuzolo on logistics/planning for Friday hearing (.2); conference with K. Zuzolo, L. Lopez, J. Martinez, B. Scott on friday's hearing (.2); draft and send recap email and notes to K. Capuzzi and J. Hoover on same (.2)	0.60
09/12/23	JCG	Review UCC agenda for weekly calls circulated by K. Zuzolo	0.10
09/12/23	JEM	Conference with Akin working group and J. Gentile regarding preparations in advance of hearing on September 15	0.20
09/13/23	KMC	Attend and participate in committee professionals meeting (0.2), attend and participate in committee meeting (0.8), communicate with J. Gentile regarding Friday's hearing and materials for same (0.3), review hearing agenda (0.3), and review various second-day orders (0.7)	2.30
09/13/23	JCG	Attend UCC professionals and members call led by M. Lahaie	0.40
09/13/23	JCG	Review notice of hearing agenda filed by debtors (.1); emails to/from UCC professionals and M. Lahaie on agenda/attendance on Friday (.2); review and compile all necessary papers for binders/exhibits for Friday's hearing (.8); phone call with L. Lopez on hearing matters (.1); confer with K. Capuzzi on same point (.1); review contents of filings and draft comprehensive table of contents for hearing binders per request of L. Lopez and send to L. Lopez for review (1.0)	2.30
09/13/23	JCG	Phone call with K. Capuzzi on hearing binders (.1); phone call with L. Lopez on same issues and planning for Friday hearing (.1)	0.20
09/13/23	JCG	Emails to/from K. Zuzolo on weekly UCC meeting (.1); review Huron's UCC update/dip budget/cash flow analysis (.1); review minutes from 9/6 meeting (.1); review miller buckfire's presentation to the UCC and related materials (.2)	0.50
09/13/23	JCG	Review the global notes filed by debtors in connection with schedules and statements	0.20
09/13/23	JCG	Review debtors COC regarding final order re insurance	0.20
09/13/23	JRH	Attend and participate in committee professionals meeting (0.2), attend and participate in committee meeting (0.8), communicate with J. Gentile regarding objection deadlines (0.2), meeting internally on status dates and various research (0.7), review hearing agenda (0.3), and review various second-day orders (0.7)	2.90
09/13/23	LM	Download, save, and circulate daily pleadings filed to Benesch team (.8); review emails regarding Benesch retention application (.2)	1.00
09/14/23	JRH	Communicate with working group regarding upcoming tasks, dates, and deadlines (0.3), attend 341 meeting (1.1), review amended agenda (0.2), and communicate with J. Gentile regarding hearing (0.1)	1.70
09/14/23	JRH	Confer with J. Gentile on preparation of materials for Akin for hearing and review of agenda and binders (.7)	0.70
09/14/23	JRH	Review updated critical dates chart; review yellow 341 notes (.2)	0.20

Date	Tkpr	Narrative	Hours
09/14/23	JRH	Review recent pleadings and docket update and communicate internally	2.50
09/14/23	LM	Confer with J. Gentile regarding hearing preparation (.1); assemble requested pleadings from agenda into zip file per J. Gentile request (3.7); confer with J. Gentile and K. Capuzzi regarding upcoming hearing and deadlines (.3); review updated critical dates chart circulated by J. Martinez (.1)	4.20
09/14/23	KMC	Review communications regarding today's 341 meeting (0.1), communicate with J. Gentile regarding hearing binders (0.1), communicate with working group regarding upcoming tasks, dates, and deadlines (0.3), attend 341 meeting (1.1), review amended agenda (0.2), and communicate with J. Gentile regarding hearing (0.1)	1.90
09/14/23	JCG	Emails to/from J. Martinez on 341 meeting and confer on same and review email from J. Leamy on same	0.20
09/14/23	JCG	Meet and confer with D. Brogan, J. Martinez, S. Walsh, L. Molinaro, K. Capuzzi on hearings, deadlines, action items	0.30
09/14/23	JCG	Review notice of hearing on debtors motion to approve stalking horse bidder re hearing date and objection deadline	0.10
09/14/23	JCG	Review and comment on critical dates chart circulated by J. Martinez	0.20
09/14/23	JCG	Extensive preparations for in-person hearing on 9.15.23 with review of agenda, drafting various tables of contents for binders, working with L. Lopez, DLS staff, L. Molinaro, K. Capuzzi on creation of binders/materials for hearing and review of all documents in connection therewith and 24 agenda matters and extensive communications to/from L. Lopez, K. Capuzzi, DLS, L. Molinaro on all	5.00
09/14/23	JCG	Additional/multiple emails to/from L. Lopez, K. Capuzzi, K. Zuzolo on changes to hearing agenda and going remote and related details (.2); multiple emails to/from DLS on printing/delivery of binders (.1)	0.30
09/14/23	JEM	Conference with working group to discuss upcoming deadlines and tasks	0.30
09/14/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	1.50
09/14/23	DNB	Benesch team meeting to discuss case status and workflows	0.30
09/14/23	SLW	Weekly Benesch working group meeting regarding case status and next steps	0.30
09/15/23	KMC	Review second amended agenda (0.2), communicate with J. Hoover and J. Gentile regarding hearing (0.1), attend hearing (0.3), and review updated critical dates chart (0.3)	0.90
09/15/23	JEM	Review daily case filings and circulate same to working group	0.60
09/15/23	JCG	Emails to/from K. Zuzolo on hearing (.1); review second amended agenda (.2); emails to/from Akin team on the second amended agenda (.1)	0.40
09/15/23	JCG	Comms. to/from L. Molinaro, K. Zuzolo, L. Lopez, K. Capuzzi, J. Hoover	0.70

Date	Tkpr	Narrative	Hours
		via phone and email prior to hearing and coordinating same (.4); attend second day hearing (.3)	
09/15/23	JRH	Review second amended agenda (0.2), communicate with K. Capuzzi and J. Gentile regarding hearing (0.1), attend hearing (0.3), and review updated critical dates chart (0.3)	0.90
09/15/23	JRH	Review amended agenda for today' s hearing and final revised orders for today's hearing (1.2)	1.20
09/15/23	LM	Attempt to register K. Capuzzi and J. Hoover for hearing that was changed from in person to via zoom (.2); confer with K. Capuzzi and J. Hoover regarding same (.3)	0.50
09/18/23	JCG	Emails to/from L. Molinaro and Akin Team on 9.15.23 transcript	0.10
09/18/23	JCG	Review critical dates chart circulated by J. Martinez	0.20
09/18/23	JRH	Review upcoming deadlines; review 9/15 transcript and multiple communications with working groups	1.50
09/18/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	0.70
09/18/23	LM	Receive copy of 9/15/2023 hearing transcript, save to system, and circulate to Benesch team (.2); save pleadings to system from 9/14/2023 and download, save, and circulate pleadings from 9/15/2023 (.9); efile retention applications (1.2)	2.30
09/19/23	LM	Prepare and efile affidavit of service of UCC Professionals Retention Applications (.3); email DE bankruptcy court help desk regarding incorrect hearing time (.1); prepare and efile affidavit of service of UCC Professionals Retention Applications (.2)	0.60
09/19/23	KMC	Communicate with co-counsel regarding rescheduling of committee professionals meeting (0.1), review update critical dates chart (0.2), and communicate with J. Gentile regarding upcoming filings (0.1)	0.40
09/19/23	JCG	Emails to/from L. Lopez on moving UCC professionals call	0.10
09/19/23	JCG	Review affidavit of service from N. Hicks at DLS w/r/t UCC retention applications and send to L. Molinaro for filing	0.10
09/19/23	JCG	Phone call with L. Lopez on certain objection deadlines and timing of same (.1); emails to/from J. Hoover, K. Capuzzi, J. Martinez, L. Molinaro on potential filings and deadlines (.1); emails to/from L. Lopez and other members of Akin team on critical dates chart and redline (.1)	0.30
09/19/23	JRH	Communicate with co-counsel regarding rescheduling of committee professionals meeting (0.1), review update critical dates chart (0.2), and communicate with J. Gentile regarding upcoming filings (0.1)	0.40
09/19/23	JEM	Review daily case filings and circulate same to working group	0.50
09/19/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	1.20

Date	Tkpr	Narrative	Hours
09/20/23	KMC	Review agenda for September 22 hearing (0.1), review agenda for committee meeting (0.1), review order scheduling omnibus hearing (0.1), communicate with working group regarding upcoming tasks, dates, and deadlines (0.5), and review September 13 minutes (0.1)	0.90
09/20/23	JCG	Review agenda filed by debtors for 9/22 hearing and send to Akin Team including L. Lopez (.2); emails to/from L. Lopez on docs/binders for Friday hearing (.1); emails to/from K. Capuzzi, M. Lahaie, E. Corma, P. Keane on status of hearing live v. remote (.2); multiple emails to/from K. Zuzolo, L. Lopez on binders, hearing materials, index, related hearing matters (.4)	0.90
09/20/23	JCG	Review MB/Stifel powerpoint weekly update re sale and other case issues	0.30
09/20/23	JCG	Internal conference with K. Capuzzi, L. Molinaro, J. Hoover, S. Walsh, J. Martinez on action items, deadlines, hearings, coverage	0.50
09/20/23	JCG	Emails to/from J. Newdeck on correcting certain docket entry	0.10
09/20/23	JCG	Emails to/from K. Zuzolo on 9/21 UCC call agenda	0.10
09/20/23	SLW	Weekly Benesch working group meeting regarding case status and next steps	0.50
09/20/23	JRH	Review agenda for September 22 hearing (0.1), review agenda for committee meeting (0.1), review order scheduling omnibus hearing (0.1), communicate with working group regarding upcoming tasks, dates, and deadlines (0.5), and review September 13 minutes (0.1)	0.90
09/20/23	JRH	Review emails to/from Akin team and follow up internally on open items	0.50
09/20/23	JEM	Conference with working group to discuss upcoming deadlines and tasks	0.50
09/21/23	KMC	Review amended agenda canceling tomorrow's hearing (0.1), attend committee professionals meeting (0.3), attend committee meeting (0.6), and review order on pro se motion (0.1)	1.10
09/21/23	JCG	Review the email agenda for the UCC meeting from K. Zuzolo (.1); review the sept. 13 minutes from K. Zuzolo (.1); review the UCC powerpoint update from Huron on various financials and budget of debtors and other key financial metrics (.5); emails to/from L. Lopez on 9/22 Hearing (.1) ; emails to/from P. Keane on order/amended agenda (.1)	0.90
09/21/23	JCG	Emails/comms. to/from K. Capuzzi and J. Hoover on covering calls/meetings w/r/t UCC (.1); attend pre-UCC advisors only call and cover agenda items (.3)	0.40
09/21/23	JCG	Attend UCC weekly call on various agenda items/case items led by M. Lahaie (.7); review/finalize notes from call and circulate to K. Capuzzi and J. Hoover (.2)	0.90
09/21/23	JRH	Attend pre call and committee call	1.00
09/21/23	JRH	Review amended agenda canceling tomorrow's hearing (0.1); review order on pro se motion (0.1)	0.20
09/21/23	LM	Download, save, and circulate pleadings filed on September 21, 2023	0.50

Date	Tkpr	Narrative	Hours
09/22/23	JRH	Follow up internally on dates, case status and review of pleadings files	1.80
09/22/23	LM	Download, save, and circulate pleadings filed September 22, 2023 (.4); confer with team regarding 9/27/2023 hearing (.2)	0.60
09/22/23	KMC	Review agenda for September 26 hearing (0.1)	0.10
09/22/23	JRH	Review agenda for September 26 hearing (0.1)	0.10
09/22/23	JCG	Review notice of hearing agenda filed by debtors for 9/26 hearing (.1); emails to/from L. Molinaro on registration for hearing (.1)	0.20
09/25/23	JRH	Follow up internally on critical dates, and review of agenda cancelling hearing and related entry of orders	0.40
09/25/23	KMC	Review agenda canceling September 26 hearing (0.1) and review updated critical dates chart (0.2)	0.30
09/25/23	JCG	Emails to/from L. Molinaro on filing of COC and hearing on 9/26	0.10
09/25/23	JCG	Review critical dates chart circulated by J. Martinez (.2); emails to/from J. Martinez on DIP order and challenge deadline (.1); review agenda cancelling hearing (.1); emails to/from J. Martinez on same (.1); emails to/from Akin Team re same (.1)	0.60
09/25/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	2.30
09/25/23	LM	Review docket and download, save, and circulate pleadings filed (.2); review updated critical dates chart circulated by J. Martinez (.1); review email from J. Gentile regarding cancelled hearing (.1); review various emails circulated among Committee members throughout the day regarding Miller Buckfire retention applications (.1)	0.50
09/26/23	DNB	Team meeting to discuss case status and work flows	0.50
09/26/23	JRH	Review agenda for committee meeting (0.1) and attend committee professionals meeting (0.8)	0.90
09/26/23	LM	Download, save, and circulate pleadings filed on September 26, 2023	0.40
09/26/23	KMC	Review agenda for committee meeting (0.1) and attend committee professionals meeting (0.8)	0.90
09/26/23	JCG	Emails to/from B. Scott on revised agenda/updated agenda sent to UCC members before wednesday call (.1); emails to/from M. Lahaie on timing of MB materials in connection with same (.1)	0.20
09/26/23	JCG	Attend UCC advisors call on open action items, upcoming milestones, deadlines	0.70
09/26/23	JCG	Emails to/from J. Newdeck on contacts at UST w/r/t retentions	0.10
09/26/23	JCG	Review agenda for UCC call circulated by B. Scott (.1); emails to/from M. Lahaie and S. Kuhn on same (.1)	0.20
09/27/23	KMC	Attend committee professionals meeting (0.3), review September 21	1.40

Date	Tkpr	Narrative	Hours
		meeting minutes (0.1), attend committee meeting (0.5), and communicate with Benesch team regarding upcoming tasks, dates, and deadlines (0.5)	
09/27/23	JCG	Attend pre UCC call with advisors only (.3); attend UCC call with comm. members and advisors on weekly update (.5)	0.80
09/27/23	JCG	Meet and confer with K. Capuzzi, D. Brogan, J. Hoover, S. Walsh, L. Molinaro on upcoming deadlines, hearings, and other action items	0.50
09/27/23	JRH	Attend committee professionals meeting (0.3), review September 21 meeting minutes (0.1), attend committee meeting (0.5), and communicate with Benesch team (0.5)	1.40
09/27/23	JRH	Emails with Akin team on status (.3)	0.30
09/27/23	LM	Meet and confer with K. Capuzzi, J. Hoover, J. Gentile, S. Walsh, and D. Brogan regarding case and upcoming deadlines, pleadings, and hearing (.5); review pleadings filed on September 27, 2023, download, save and circulate (.2)	0.70
09/27/23	SLW	Weekly Benesch working group meeting regarding case status and next steps	0.50
09/28/23	JCG	Numerous and substantive emails to/from J. Newdeck and rest of BFCA team on revised retention order procedure and advise on same (.6); emails to/from J. Martinez on critical dates chart and review of same (.3); review, edit, and finalize COCs and formulate exhibits for the retention orders of Benesch (.3), Akin (.3), Huron (.3), and Miller Buckfire (.3); compile draft COCs and email to J. Newdeck (.2)	2.30
09/28/23	JEM	Review case docket and update critical dates chart and communication with working group regarding same	0.90
09/29/23	JRH	Review Yellow pleadings for day and follow up regarding same	1.50
09/29/23	KMC	Review updated critical dates chart (0.2)	0.20
09/29/23	LM	Download, save, and circulate pleading from September 29, 2023	0.10

## Case Administration

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Daniel N. Brogan	(DNB)	\$640.00	1.00	\$640.00
Kevin M. Capuzzi	(KMC)	\$640.00	17.20	\$11,008.00
Jennifer R. Hoover	(JRH)	\$815.00	32.50	\$26,487.50
			50.70	\$38,135.50
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	27.40	\$14,385.00
Juan E. Martinez	(JEM)	\$405.00	13.10	\$5,305.50
Steven L. Walsh	(SLW)	\$495.00	1.50	\$742.50
			42.00	\$20,433.00
<u>Paralegal</u>				
Louanne Molinaro	(LM)	\$370.00	17.20	\$6,364.00
			17.20	\$6,364.00
		TOTAL:	109.90	\$64,932.50

Combined Average Hourly Rate: \$590.83



Asset Analysis and Recovery

Date	Tkpr	Narrative	Hours
09/26/23	JRH	Review various F/A and IB presentations to committee	1.50

## Asset Analysis and Recovery

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Jennifer R. Hoover	(JRH)	\$815.00	1.50	\$1,222.50
			1.50	\$1,222.50
		TOTAL:	1.50	\$1,222.50

Combined Average Hourly Rate: \$815.00

## Asset Disposition

Date	Tkpr	Narrative	Hours
09/01/23	JRH	Review notice of hearing of sale procedures motion (0.1) and review sale procedures motion, order, and related documents (1.2)	1.30
09/01/23	KMC	Review sale procedures motion, order, and related documents (1.2)	1.20
09/07/23	JCG	Review revised bidding procedures re comments from Akin and Miller Buckfire with emails to/from K. Zuzolo on same	0.60
09/07/23	JCG	Review Paccar's ROR regarding bidding procedures	0.20
09/07/23	JRH	Review PACCAR reservation of rights to sale procedures motion (0.2) and review Chubb reservation of rights to sale procedures motion (0.3)	0.50
09/08/23	KMC	Review further redline to bidding procedures (0.6), review Orange Batavia's objection to sale procedures motion (0.3), review Peapack Capital's objection to sale procedures motion (0.1), review Valley National Bank's objection to de minimis asset procedures motion (0.2), review Multnomah County, Oregon's joinder to objection of Orange Batavia's to sale procedures motion (0.1), and review Hawkey Transportation's joinder to objection of Orange Batavia's to sale procedures motion (0.1)	1.40
09/08/23	JRH	Review further redline to bidding procedures (0.6), review various objections to sale procedures motion (0.8)	1.40
09/08/23	JCG	Review objection of Orange Batavia I, LLC to the bidding procedures motion	0.30
09/08/23	JCG	Review objection of the Chubb companies to the bidding procedures motion	0.30
09/11/23	KMC	Review joinder of PFF Ocean View to Orange Batavia's objection to sale procedures motion (0.1), communicate with potential bidder regarding asset bid (0.2), and communicate with committee's investment banker regarding same (0.1)	0.40
09/11/23	JCG	Emails to/from K. Capuzzi and M. Jarrett on interest in debtor assets	0.10
09/11/23	JRH	Review joinder of PFF Ocean View to Orange Batavia's objection to sale procedures motion (0.1), communicate with potential bidder regarding asset bid (0.2), and communicate with committee's investment banker regarding same (0.1)	0.40
09/12/23	JCG	Emails to/from B. Scott on revised proposed bidding procedures order	0.10
09/13/23	JEM	Review Debtor's Motion to select Estes as Stalking Horse Bidder	0.10
09/13/23	KMC	Review stalking horse motion and related documents (1.2), review motion to shorten same (0.2), review C. Kaldenberg declaration for stalking horse (0.3), review C. Kaldenberg declaration for bidding procedures (0.4), and review various communications regarding stalking horse and sale matters (0.2)	2.30
09/13/23	JCG	Review debtors' motion to approve Estes as stalking horse bidder and related order (.8); review the debtors' motion to shorten notice/hearing on	1.10

Date	Tkpr	Narrative	Hours
		same and proposed order (.3)	
09/14/23	KMC	Review order shortening time on stalking horse motion (0.1)	0.10
09/14/23	JCG	Review COC filed by debtors w/r/t de minimis asset procedures motion	0.20
09/14/23	JCG	Review order on motion to shorten re stalking horse motion and send to Akin team via email and K. Capuzzi	0.20
09/15/23	JCG	Review COC and the further revised/final proposed order regarding bidding procedures	0.70
09/19/23	KMC	Review committee recommendation on stalking horse resolution (0.1) and review finalized bidding procedures (0.5)	0.60
09/19/23	JCG	Review notice of filing of finalized bidding procedures (.1); emails to/from J. Martinez on building sale timelines into critical dates chart (.1); review the finalizing bidding procedures, dates, exhibits re assets, and related information (.5)	0.70
09/19/23	JCG	Substantive emails to/from K. Zuzolo and UCC members regarding stalking horse recommendations and analysis	0.30
09/19/23	JRH	Review finalized bid procedures	0.90
09/20/23	KMC	Review Chubb reservation of rights to stalking horse motion (0.2), review sale update materials (0.6), review various auction notices (0.4), and review revised stalking horse order and COC (0.5)	1.70
09/20/23	JCG	Review response/ROR filed by Chubb Companies w/r/t real estate stalking horse motion	0.30
09/20/23	JRH	Review Chubb reservation of rights to stalking horse motion (0.2), review sale update materials (0.6), review various auction notices (0.4), and review revised stalking horse order and COC (0.5)	1.70
09/21/23	JCG	Review notice of auctions for the sale of the debtors' assets and applicable deadlines (.1); emails to/from L. Lopez and chambers on telephone line for hearing on 9/22 (.1); review certification of counsel from debtors w/r/t stalking horse order and APA (.2); review the modified APA and the notice of filing of revised real estate stalking horse APA (.7)	1.10
09/27/23	KMC	Review sale update materials (0.5)	0.50
09/27/23	JCG	Review all pre-call materials/power points circulated by Miller Buckfire with respect to sale of certain assets and emails to/from M. Lahaie on same	1.20
09/27/23	JRH	Review sale update materials (0.5)	0.50
09/28/23	KMC	Review committee sale update (0.2) and communicate with J. Hoover regarding same (0.2)	0.40
09/28/23	JCG	Substantive emails/recommendation to/from B. Scott and UCC members on rolling stock sale	0.20
09/28/23	JRH	Review committee sale update (0.2) and communicate with K. Capuzzi regarding same (0.2)	0.40

Date	Tkpr	Narrative	Hours
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## Asset Disposition

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	8.60	\$5,504.00
Jennifer R. Hoover	(JRH)	\$815.00	7.10	\$5,786.50
			15.70	\$11,290.50
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	7.60	\$3,990.00
Juan E. Martinez	(JEM)	\$405.00	0.10	\$40.50
			7.70	\$4,030.50
		TOTAL:	23.40	\$15,321.00

Combined Average Hourly Rate: \$654.74

## Assumption/Rejection of Leases and Contracts

Date	Tkpr	Narrative	Hours
09/01/23	JRH	Review motion to approve contract and lease rejection procedures and related documents (0.7) and review docket and related contract and lease rejection filings (0.6)	1.30
09/01/23	KMC	Review motion to approve contract and lease rejection procedures and related documents (0.7) and review omnibus contract and lease rejection motion and related documents (0.6)	1.30
09/01/23	JCG	Review debtors' motion regarding approval of procedures to reject executory contracts and unexpired leases	0.40
09/05/23	JCG	Review of the debtors' omnibus motion to reject certain contracts and leases//abandonment of certain property	0.40
09/07/23	JCG	Review paccar's ROR regarding contract/lease rejection procedures sought by debtors	0.20
09/07/23	JRH	Review PACCAR reservation of rights to contract rejection procedures motion (0.2)	0.20
09/08/23	KMC	Review Mercedes stipulation, order, and COC regarding lease rejection (0.4), review East West Bank's objection to contract rejection procedures motion (0.2), and review Valley National Bank's joinder to PACCAR's objection to contract rejection procedures motion (0.1)	0.70
09/08/23	JRH	Review Valley National Bank's joinder to PACCAR's objection to contract rejection procedures motion (0.1)	0.10
09/08/23	JCG	Review omnibus objection of East West Bank to rejection procedures motion and bidding procedures	0.20
09/08/23	JCG	Review ROR of Valley National Bank regarding debtors' motion re procedures for de minimis asset transactions	0.10
09/14/23	JCG	Review COC filed by debtors regarding omnibus motion re authorization to reject certain contracts	0.20
09/15/23	KMC	Review TSC motion to assume or reject contract and related documents (0.5)	0.50
09/15/23	JRH	Review motion to assume or reject contract and related documents (0.5)	0.50
09/29/23	JCG	Review notice of rejection of certain contracts and review list of same	0.30

## Assumption/Rejection of Leases and Contracts

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	2.50	\$1,600.00
Jennifer R. Hoover	(JRH)	\$815.00	2.10	\$1,711.50
			4.60	\$3,311.50
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	1.80	\$945.00
			1.80	\$945.00
		TOTAL:	6.40	\$4,256.50

Combined Average Hourly Rate: \$665.08



## Business Operations

Date	Tkpr	Narrative	Hours
09/12/23	KMC	Review notice of withdrawal of objection of certain utilities to final utilities order (0.1)	0.10
09/13/23	JCG	Review debtors' COC and corresponding order regarding final utility order	0.20
09/14/23	JCG	Review COC circulated by B. Scott regarding AFCO	0.20
09/29/23	JRH	Review of various MORs as filed	0.60
09/29/23	JCG	Review MOR's for certain debtor entities including lead debtor	0.40
09/29/23	JCG	Review the disclaimer/exhibit filing that was filed w/r/t debtors MORs	0.30

## Business Operations

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	0.10	\$64.00
Jennifer R. Hoover	(JRH)	\$815.00	0.60	\$489.00
			0.70	\$553.00
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	1.10	\$577.50
			1.10	\$577.50
		TOTAL:	1.80	\$1,130.50

Combined Average Hourly Rate: \$628.06

## Claims Administration and Objections

Date	Tkpr	Narrative	Hours
09/01/23	JRH	Review and confer internally on bar date related pleadings/motions (0.8)	0.80
09/01/23	KMC	Review bar date motion related documents (0.6)	0.60
09/05/23	JCG	Initial review of the debtors' bar date motion and order	0.60
09/11/23	JCG	Emails to/from J. Hoover, K. Capuzzi, J. Martinez on recoveries for GUCs w/r/t pension liability	0.10
09/13/23	JCG	Review debtors' coc and orders regarding final order regarding critical vendors	0.20
09/13/23	JCG	Review debtors' coc regarding bar date order and extension of bar date to november 13, 2023	0.20
09/14/23	KMC	Communicate with J. Gentile regarding creditor call (0.1)	0.10
09/15/23	KMC	Review PBGC claim stipulation and order (0.4)	0.40
09/15/23	JCG	Review notice of bar date filed by debtors	0.10
09/15/23	JCG	Review COC and proposed order regarding joint stip with pension benefit re consolidated claims	0.20
09/15/23	JRH	Review PBGC claim stipulation and order (0.4)	0.40
09/22/23	KMC	Review Mid-American Constructors notice of lien and lien filings (0.2) and communicate with counsel to Teamsters regarding claims (0.1)	0.30
09/22/23	JRH	Review and respond to various Benesch internal emails in Yellow claims (0.3)	0.30
09/27/23	KMC	Review Oklahoma State Treasurer notice of lien (0.1)	0.10
09/29/23	KMC	Review Blackburn Capital declaration of substantial shareholder status (0.2) and communicate with counsel to certain claimants regarding claim matters (0.2)	0.40

## Claims Administration and Objections

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	1.90	\$1,216.00
Jennifer R. Hoover	(JRH)	\$815.00	1.50	\$1,222.50
			3.40	\$2,438.50
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	1.40	\$735.00
			1.40	\$735.00
		TOTAL:	4.80	\$3,173.50

Combined Average Hourly Rate: \$661.15

## Employee Benefits/Pensions

Date	Tkpr	Narrative	Hours
09/01/23	KMC	Review motion to OCP procedures and related documents (0.5), review and comment on Miller Buckfire and Huron retention applications (1.0), communicate with D. Brogan regarding same (0.1), communicate with J. Martinez regarding notice of application (0.1), review notice (0.1), communicate with co-counsel regarding comments to retention application (0.2)	2.00
09/01/23	JCG	Review substantive email from D. Brogan regarding analysis of third interim wages order	0.20
09/01/23	JCG	Review K. Zuzolo substantive recommendation to the UCC on third interim wages order	0.10
09/01/23	JRH	Review motion to OCP procedures and related documents (0.5)	0.50
09/05/23	KMC	Review interim compensation procedures motion and related documents (0.5)	0.50
09/09/23	JCG	Multiple emails to/from M. Lahaie, K. Zuzolo, UCC members, K. Capuzzi on wage issues	0.20
09/09/23	KMC	Review communications regarding wage order issues (0.2) and communicate with co-counsel regarding same (0.2)	0.40
09/09/23	JRH	Review emails from committee and review case law on various employee compensation matters and confer with K. Capuzzi on wage issues	0.80
09/11/23	JCG	Emails to/from K. Zuzolo on defer comp payments to executive officers and related wage issues	0.10
09/13/23	JCG	Review debtors' COC regarding wage motion/order	0.20
09/14/23	JCG	Emails to/from F. Perillo and P. Dublin on certain retention payments	0.10

## Employee Benefits/Pensions

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	2.90	\$1,856.00
Jennifer R. Hoover	(JRH)	\$815.00	1.30	\$1,059.50
			4.20	\$2,915.50
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	0.90	\$472.50
			0.90	\$472.50
		TOTAL:	5.10	\$3,388.00

Combined Average Hourly Rate: \$664.31

## Employment and Fee Applications

Date	Tkpr	Narrative	Hours
09/01/23	DNB	Review drafts of retention applications for UCC financial professionals (1.0); e-mail correspondence with K. Capuzzi re issues with same (.2)	1.20
09/01/23	JEM	Continue drafting BFCA retention application and communication with working group regarding same	0.70
09/01/23	JCG	Review debtors motion to approve compensation procedures for ordinary course of business professionals	0.30
09/01/23	JCG	Emails to/from K. Capuzzi, D. Brogan, J. Newdeck on review of Huron/Miller Buckfire retention applications (.1); review D. Brogan's analysis of the foregoing and suggested edits (.2)	0.30
09/01/23	JCG	Review debtors' motion to establish interim comp procedures (.2); review J. Martinez's summary of same and applicable deadlines (.1)	0.30
09/05/23	JCG	Drafting Benesch retention application, proposed order, Hoover declaration, UCC declaration and notice	4.00
09/05/23	JEM	Continue drafting BFCA retention application and communication with working group regarding same	0.20
09/05/23	JRH	Review interim compensation procedures motion and related documents (0.5)	0.50
09/05/23	JCG	Emails to/from J. Newdeck on updated parties in interest list	0.10
09/06/23	JCG	Emails to/from J. Newdeck on notices for retention applications and timing of filing (.1); review J. Martinez proof read edits and finalize fee application and send to J. Hoover and K. Capuzzi for review (.4)	0.50
09/06/23	JCG	Reviewing latest schedule of potentially interested parties from J. Newdeck	0.20
09/06/23	JCG	Reviewing/revising Benesch retention application	0.80
09/06/23	JEM	Revise BFCA retention application and communication with working group regarding same	0.90
09/06/23	JRH	Review of comments to BFCA retention application (1.5)	1.50
09/06/23	JCG	Emails to/from C. Gessner on equity committee response/case law (.1); research same and DE precedent and draft analysis for review by K. Capuzzi (.7)	0.80
09/07/23	KMC	Communicate with J. Hoover regarding notice of rate change (0.1)	0.10
09/07/23	JRH	Communicate with K. Capuzzi regarding notice of rate change (0.1)	0.10
09/07/23	JRH	Review further of Hoover declaration and disclosures and related internal matters	2.50
09/07/23	JCG	Review debtors' application to employ Kasowitz Benson Torres LLP as special litigation counsel	0.20

Date	Tkpr	Narrative	Hours
09/07/23	JCG	Emails to/from O. Harris on results of additional parties run for conflicts (.1); update/revise retention application of BFCA accordingly (.2)	0.30
09/08/23	JCG	Work on reviewing/incorporating J. Hoover's comments/edits to the BFCA retention application and forward draft to J. Newdeck for review	0.80
09/08/23	JCG	Emails to/from J. Newdeck on additional names for conflict list	0.10
09/08/23	JRH	Further review of Benesch retention application and Hoover Declaration and related disclosures (1.2)	1.20
09/10/23	KMC	Communicate with co-counsel regarding retention applications (0.2)	0.20
09/11/23	KMC	Review comments to retention application (0.3) and communicate with co-counsel regarding same (0.1)	0.40
09/11/23	JCG	Phone call with J. Hoover on retention action items and final edits for BFCA retention application	0.50
09/11/23	JCG	Multiple emails to/from K. Capuzzi, J. Hoover, J. Newdeck on edits/comments to BFCA retention application (.2); review of same with respect to the changes (.2)	0.40
09/11/23	JRH	Review comments to retention application (0.3) and communicate with co-counsel regarding same (0.1)	0.40
09/11/23	JRH	Further follow up and review of Application to employ and related disclosures (1.0)	1.00
09/12/23	JEM	Communication with J. Gentile regarding interim compensation procedures order	0.10
09/12/23	JRH	Review further revised retention application (0.5), communicate with J. Hoover and J. Gentile regarding same (0.3), and communicate with co-counsel regarding nunc pro tunc relief (0.1)	0.90
09/12/23	JCG	Work on reviewing/editing BFCA retention application (.2); emails to/from J. Hoover and K. Capuzzi on addressing certain issues therein (.1); communicate with J. Hoover and K. Capuzzi on edits to BFCA retention application (.3); phone call with J. Newdeck on same (.1); draft and send email to J. Newdeck regarding retention/nunc pro tunc relief (.2); emails to/from J. Newdeck on additional names for disclosure (.1); review the new names and send to O. Harris for conflicts (.3); continue to review/revise BFCA retention application with additional information/refining (.5)	1.80
09/13/23	JCG	Review results of latest/additional conflict checks and incorporate same into BFCA retention application and circulate to J. Hoover/K. Capuzzi for review (.6); finalize redline and clean versions and send to J. Newdeck for review (.2); emails to/from J. Newdeck on final edits/changes and review same from Akin team on same (.2)	1.00
09/13/23	JRH	Coordinate with K. Capuzzi on professional fee budget	0.30
09/14/23	JCG	Multiple emails to/from J. Newdeck on additional names to run for retention applications (.2); emails to/from A. Daoud on same and report results back to J. Newdeck (.2); review edits from J. Newdeck to BFCA	0.80



Date	Tkpr	Narrative	Hours
		retention application (.2); confer with K. Capuzzi on same with calls/emails (.1); emails to/from J. Newdeck on changes (.1)	
09/14/23	JCG	Emails to/from J. Newdeck and K. Capuzzi regarding certain details in disclosures and fees	0.20
09/14/23	KMC	Communicate with co-counsel regarding retention matters (0.2)	0.20
09/15/23	JCG	Review supplemental declaration of B. Whittman ISO A&M retention application (.1); review COC w/r/t Ernst & Young retention order (.2)	0.30
09/15/23	JRH	Emails and follow up internally on Hoover Declaration and disclosures (.5)	0.50
09/17/23	JCG	Emails to/from J. Newdeck on retention applications and planning to file (.1); emails to/from J. Newdeck on Akin employment application (.1); revise BFCA retention application for certain language from J. Newdeck and emails to/from J. Newdeck on same (.4)	0.60
09/17/23	JRH	Review Yellow Akin retention application and confer with J. Gentile regarding same (1.2); and follow up on revisions to Benesch Declaration (.3)	1.50
09/18/23	KMC	Review further revision and final drafts of committee retention applications before filing (1.6) and multiple communications with J. Gentile regarding filing and service of same (0.3)	1.90
09/18/23	JCG	Preliminary review on the retention applications of Akin, MB, and Huron from J. Newdeck (.6); emails to/from J. Hoover on disclosures language for BFCA retention app (.1); emails to/from J. Martinez on pulling all notice parties/service list for UCC retention applications (.1); emails to/from J. Newdeck on certain uniform edits to all UCC retention applications (.1); emails to/from J. Newdeck on Huron and Miller Buckfire retention applications and instructions related to same (.2); review J. Martinez service list for completeness (.1); emails to/from K. Zuzolo on changes to applications from Central States and update BFCA application accordingly (.3); emails to/from J. Newdeck and D. Alexander at MB on changes to Miller Buckfire retention application and suggested language on same (.2); emails to/from L. Molinaro on timing of filing retention applications (.1); work on incorporating requested changes from Central States into retention applications of Huron, MB, Akin, and BFCA, and multiple emails to/from J. Newdeck on all (1.0); phone call with J. Hoover on retention applications (.1); review, edit, finalize MB, Huron, Akin, and Benesch retention applications for final review by Central States and send to Central States (.8); emails to/from J. D'Amico and MB team on authorization to file (.1); emails to/from L. Marcero and Huron team for permission to file (.1); emails to/from J. Newdeck and K. Zuzolo on permission to file (.1); emails to/from J. Martinez on preparing notices of application (.1); incorporate final comments from A. Herink on MB and Huron on those respective applications (.2); emails to/from J. D'Amico on final edits to MB application (.1); emails to/from J. Newdeck on modifications to MB application (.1); revise the MB application and circulate to J. D'Amico for final signoff (.3); emails to/from Huron on final signoff and confirmation to file (.1); phone call with J. Newdeck on signoff (.1); review, edit, and tee up for filing/send to L. Molinaro for filing with instructions retention applications of Akin, BFCA, MB, and Huron and confirm all signatures/exhibits/notices are correct (1.5); emails to/from DLS on service and instructions with 2002 list (.2); emails to/from AKIN, MB,	6.80

Date	Tkpr	Narrative	Hours
		and Huron teams regarding filed copies and service/aos to follow (.1)	
09/18/23	JRH	Review of final retention applications for committee professionals and coordinate on filing service matters internally	1.90
09/18/23	JEM	Communication with J. Gentile regarding notice requirements for retention applications and prepare list of required notice recipients	1.20
09/18/23	JEM	Prepare notices to UCC professionals' retention applications and communication with J. Gentile regarding same	0.80
09/18/23	JEM	Finalize UCC professionals retention applications for filing and communication with J. Gentile regarding same	0.50
09/19/23	KMC	Communicate with J. Gentile regarding Debtor retention applications (0.1), reviewed revised OCP order (0.2), review case law on Ducera retention matters (0.5), and review committee recommendation on Ducera resolution (0.1)	0.90
09/19/23	JCG	Review debtors' COC regarding retention application of Pachulski and additional disclosures (.1); review CNOs of debtors w/r/t applications of epiq and goodmans llp (.1); emails to/from K. Capuzzi on certain facts/disclosures for retention applications (.1)	0.30
09/19/23	JCG	Substantive emails to/from K. Zuzolo on recommendation to UCC re fees of certain debtor professionals (.1); review powerpoint prepared by Miller Buckfire with respect to same issue (.3)	0.40
09/19/23	JCG	Review COC filed by debtors w/r/t ordinary course of professionals motion	0.20
09/19/23	JRH	Communicate with J. Gentile regarding Debtor retention applications (0.1), reviewed revised OCP order (0.2), review case law on Ducera retention matters (0.5), and review committee recommendation on Ducera resolution (0.1)	0.90
09/19/23	JEM	Communication with Benesch working group regarding retention application disclosures	0.10
09/20/23	KMC	Review OCP order (0.1) and attend to DIP budgeting matters (0.3)	0.40
09/20/23	JRH	Review of DIP budgeting matters for case to date and going forward	0.80
09/21/23	JCG	Review COC and order w/r/t Kirkland's retention application (.2); review declaration of P. Nash ISO same (.1)	0.30
09/25/23	JRH	Review of emails to/from counsel on status and comments on retention applications	0.80
09/25/23	KMC	Review UST comments to Huron retention application (0.2), review UST comments to Benesch retention application (0.1), review UST comments to Akin retention application (0.1), communicate with co-counsel regarding UST comments to Benesch retention application (0.1), and review UST comments to Miller Buckfire retention application (0.2)	0.70
09/25/23	JCG	Review COC filed by debtors and the revised/redline orders w/r/t Ducera's retention (.4); multiple emails to/from J. Newdeck, J. Ball, N. Kaluk, M. Lahaie on language requested by UST with Miller Buckfire and Huron	1.30

Date	Tkpr	Narrative	Hours
		retention applications and review of language requested (.7); further follow-up emails to/from D. Alexander and J. Newdeck on coordinated response (.2)	
09/25/23	JCG	Emails to/from UST, J. Newdeck, K. Capuzzi on addition of certain language to BFCA retention order (.1); emails to/from J. Martinez on drafting COC for same (.1)	0.20
09/26/23	JCG	Extensive review and research of the Huron and MB retention orders on retention issues and review prior precedent/DE case law on same and draft analysis for K. Capuzzi (2.0); draft/edit analysis and send to J. Newdeck at Akin with recommendation (.4); review M. Carlson's edits to MB retention order to address UST comments (.3); review comments/modified language from M. Gluhanich on Huron retention order (.2); further emails to/from J. Newdeck, A. Smith, M. Carlson on Huron/MB debtor agreement w/r/t same (.2)	3.10
09/26/23	JEM	Prepare COC regarding UCC professionals' retention applications and communication with J. Gentile regarding same	0.80
09/26/23	JRH	Review proposed revised orders on Miller Buckfire and Huron retentions (0.3)	0.30
09/26/23	KMC	Review and comment on retention application research (0.4), communicate with J. Gentile regarding same (0.1), and review proposed revised orders on Miller Buckfire and Huron retentions (0.3)	0.80
09/27/23	KMC	Review draft of Huron supplemental retention declaration (0.2)	0.20
09/27/23	JCG	Emails to/from J. Hoover and K. Capuzzi on professional fee budget and numbers	0.10
09/27/23	JCG	Review and comment on the Huron supplemental declaration and redline with emails to/from J. Newdeck on specific comments	0.60
09/27/23	JCG	Emails to/from J. Martinez on drafting additional COCs for UCC retention applications	0.10
09/27/23	JEM	Revise COC to UCC professionals' retention applications and communication with J. Gentile regarding same	0.30
09/27/23	JRH	Review draft of Huron supplemental retention declaration (0.2)	0.20
09/28/23	JCG	Review and comment on supplemental declarations of P. Dublin and L. Marcero (.4); emails to/from J. Newdeck on same (.1); emails/comms. to/from L. Molinaro on permission to file (.1); prepare and send service email to DLS on service of same (.1)	0.70
09/28/23	JCG	Review revised order re Benesch retention and confirm signoff with emails to/from J. Newdeck on same	0.30
09/28/23	JRH	Emails to/from internal on retention issues and declarations	0.50
09/28/23	LM	Prepare and efile supplemental declarations in support of Huron and Akin Gump employment applications (.9); download, save, and circulate filed pleadings (.3)	1.20

Date	Tkpr	Narrative	Hours
09/28/23	KMC	Review various COCs, revised orders, and declarations on committee retentions (1.3) and communicate with J. Gentile and L. Molinaro regarding filing and service of same (0.2)	1.50
09/29/23	JCG	Review/analyze fee application of Alvarez for August 2023	0.40
09/29/23	JCG	Emails to/from E. Winston at Quinn and review of fees owed to DIP lender on same	0.20

## Employment and Fee Applications

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Daniel N. Brogan	(DNB)	\$640.00	1.20	\$768.00
Kevin M. Capuzzi	(KMC)	\$640.00	7.30	\$4,672.00
Jennifer R. Hoover	(JRH)	\$815.00	15.80	\$12,877.00
			24.30	\$18,317.00
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	29.30	\$15,382.50
Juan E. Martinez	(JEM)	\$405.00	5.60	\$2,268.00
			34.90	\$17,650.50
<u>Paralegal</u>				
Louanne Molinaro	(LM)	\$370.00	1.20	\$444.00
			1.20	\$444.00
		TOTAL:	60.40	\$36,411.50

Combined Average Hourly Rate: \$602.84

## Financing/Cash Collateral

Date	Tkpr	Narrative	Hours
09/05/23	JRH	Review DIP issues list (0.4), review DIP issues research results (0.5), communicate with J. Gentile regarding same (0.1), and communicate with co-counsel regarding DIP issues research list (0.3)	1.30
09/05/23	LM	Review emails regarding DIP issues	0.20
09/05/23	JCG	Emails to/from K. Zulolo on DIP questions	0.10
09/05/23	JCG	Review DE precedent with respect to remedies notice period and other items in DIP order and draft analysis for K. Capuzzi review	1.50
09/05/23	KMC	Review DIP issues list (0.4), review DIP issues research results (0.5), communicate with J. Gentile regarding same (0.1), and communicate with co-counsel regarding DIP issues research list (0.1)	1.10
09/06/23	KMC	Attend to DIP budgeting matters (0.2) and communicate with Huron regarding same (0.1)	0.30
09/06/23	JRH	Attend to internal budgeting matters (0.4)	0.40
09/08/23	JCG	Review limited objection of peapack corp re bidding procedures	0.10
09/11/23	JRH	Review East West Bank's objection to interim DIP and cash collateral orders (0.2) and review committee summary of financing negotiations (0.3)	0.50
09/11/23	JRH	Review East West objection (.3)	0.30
09/11/23	KMC	Review East West Bank's objection to interim DIP and cash collateral orders (0.2) and review committee summary of financing negotiations (0.3)	0.50
09/11/23	JCG	Review substantive email from K. Zuzolo on DIP settlement proposal	0.20
09/11/23	JCG	Review East West Bank omnibus objection to interim DIP order	0.20
09/12/23	KMC	Review limited objection of World Fuel Services to DIP and cash collateral (0.3)	0.30
09/12/23	JCG	Review the notice of filing of revised order re bidding procedures (.1); review the revised order (.6)	0.70
09/12/23	JCG	Review limited objection of World Fuel to the DIP	0.20
09/12/23	JRH	Review limited objection of World Fuel Services to DIP and cash collateral and related matters (0.3)	0.30
09/13/23	JCG	Review declaration of C. Kaldenberg regarding bidding procedures and timeline	0.30
09/13/23	KMC	Attend to DIP budgeting matters (0.3) and review Wintrust joinder to PACCAR DIP objection (0.3)	0.60
09/13/23	JCG	Review COC filed by debtors w/r/t cash management and final order	0.20
09/15/23	JCG	Review COC and the final proposed DIP order (.5); review COC and final	0.90

Date	Tkpr	Narrative	Hours
		proposed UST cash collateral order (.4)	
09/22/23	JRH	Communicate with Huron regarding DIP matters (0.2)	0.20
09/27/23	KMC	Communicate with Huron regarding DIP budgeting matters (0.2)	0.20
09/28/23	JEM	Research regarding 2004 Motion and communication with J. Gentile regarding same	1.30

## Financing/Cash Collateral

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	3.00	\$1,920.00
Jennifer R. Hoover	(JRH)	\$815.00	3.00	\$2,445.00
			6.00	\$4,365.00
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	4.40	\$2,310.00
Juan E. Martinez	(JEM)	\$405.00	1.30	\$526.50
			5.70	\$2,836.50
<u>Paralegal</u>				
Louanne Molinaro	(LM)	\$370.00	0.20	\$74.00
			0.20	\$74.00
		TOTAL:	11.90	\$7,275.50

Combined Average Hourly Rate: \$611.39



## Litigation/Other Contested Matters

Date	Tkpr	Narrative	Hours
09/01/23	JCG	Emails to/from C. Gessner on adversary proceeding (.1); review substantive analysis from D. Brogan on same issue (.2)	0.30
09/07/23	JCG	Draft and send analysis on equity committee letter/case law to C. Gessner	0.40
09/07/23	JCG	Emails to/from K. Capuzzi and Akin team on rescheduling of conference in WARN action to 9/15	0.10
09/07/23	JCG	Review draft of response to equity committee request letter from K. Zuzolo	0.20
09/07/23	KMC	Communicate with Debtors' counsel regarding WARN pretrial conferences (0.1) and communicate with co-counsel regarding same (0.1)	0.20
09/08/23	JCG	Review debtors' letter to the UST in response to the request for an equity committee	0.20
09/12/23	JCG	Review letters regarding denial of creation of equity committee	0.10
09/19/23	JCG	Research Delaware and third circuit precedent/case law on retention applications and draft/send research and analysis to L. Lopez on same (1.7); additional research and emails to/from L. Lopez on same issues (.8)	2.50
09/21/23	JCG	Emails to/from K. Zuzolo on calendar of and review of challenge period deadline (.1); emails to/from K. Capuzzi and J. Martinez on inclusion of same on critical dates chart (.1)	0.20
09/22/23	JCG	Review notice of lien filed by Mid-Am. constructors	0.10
09/28/23	JCG	Emails to/from J. Hoover on attending Akin group litigation calls (.1); emails to/from D. Hill on 2004 motion (.1); emails to/from J. Martinez on same (.1); review J. Martinez research and motions on same (.6); conduct own research and analyze different/additional 2004 motions and support and precedent (1.4); draft, compile, send email to D. Hill on all (.5);	2.80

## Litigation/Other Contested Matters

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	0.20	\$128.00
			0.20	\$128.00
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	6.90	\$3,622.50
			6.90	\$3,622.50
		TOTAL:	7.10	\$3,750.50

Combined Average Hourly Rate: \$528.24

## Meetings &amp; Communications with Creditors

Date	Tkpr	Narrative	Hours
09/01/23	JCG	Review letter filed by J. Deyerler	0.10
09/01/23	JCG	Review notice regarding claimant letters filed by the Court	0.10
09/05/23	JCG	Emails to/from former employee of debtors regarding cases and claim	0.10
09/12/23	JEM	Review notes from UCC call circulated by J. Gentile	0.10
09/13/23	JCG	Review COC of debtors regarding consolidated list of creditors	0.10
09/14/23	JCG	Attend 341 meeting of creditors	1.10
09/14/23	JCG	Review J. Martinez notes w/r/t 341 meeting	0.10
09/14/23	JEM	Communication with J. Gentile regarding 341 Meeting of Creditors and attend same	1.70
09/27/23	JCG	Confer with Y. Walker regarding handling of creditor calls and emails	0.10
09/27/23	JEM	Review notes from UCC advisor call	0.20

## Meetings &amp; Communications with Creditors

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	1.70	\$892.50
Juan E. Martinez	(JEM)	\$405.00	2.00	\$810.00
			3.70	\$1,702.50
		TOTAL:	3.70	\$1,702.50

Combined Average Hourly Rate: \$460.14

## Relief from Stay/Adequate Protection

Date	Tkpr	Narrative	Hours
09/01/23	KMC	Review D. Drew motion for relief from stay regarding prepetition litigation (0.2)	0.20
09/01/23	JCG	Review motion for relief filed by D. Drew	0.20
09/08/23	KMC	Review D. Wright motion for relief from stay regarding pre-petition litigation (0.2)	0.20
09/13/23	JCG	Review local rules and confer with G. Werkheiser and K. Capuzzi on local rules regarding timing of objections for certain motions (.2); emails to/from L. Lopez on same topic and offer analysis (.1)	0.30
09/13/23	JCG	Review COC of debtors regarding limited relief from automatic stay w/r/t setoff of certain customer claims	0.20
09/14/23	KMC	Review AFCO Credit motion for relief from stay regarding premium finance agreement (0.5), review motion to shorten same (0.2), and review J. Howard motion for relief from stay regarding prepetition litigation (0.2)	0.90
09/14/23	JCG	Review motion of J.C. Howard regarding MFRS	0.20
09/15/23	KMC	Review order shorting time on AFCO stay relief motion (0.1), review proposed stipulation and order with AFCO (0.4)	0.50
09/15/23	JCG	Review stay relief motion filed by TSC equipment	0.20
09/15/23	JRH	Review order shorting time on AFCO stay relief motion (0.1), review proposed stipulation and order with AFCO (0.4)	0.50
09/18/23	KMC	Review various stay relief issues	0.10
09/18/23	JRH	Review notice of withdrawal of AFCO stay motion (0.1)	0.10
09/19/23	JRH	Review Peapack Capital stipulation and order regarding stay relief to recover leased assets (0.3) and review G. Gibby motion for relief from stay regarding prepetition lawsuit (0.3)	0.60
09/19/23	KMC	Review stay relief issues	0.60
09/19/23	JCG	Review motion for relief and order filed by movant Gibby	0.30
09/20/23	KMC	Review Nasser motion for relief from stay regarding prepetition litigation (0.2) and review order approving Peapack stay stipulation (0.1)	0.30
09/20/23	JCG	Review motion for relief filed by A. Nasser	0.20
09/20/23	JRH	Review Nasser motion for relief from stay regarding prepetition litigation (0.2) and review order approving Peapack stay stipulation (0.1)	0.30
09/21/23	KMC	Review P. Wyszynski motion for relief from stay regarding prepetition litigation (0.3) and review COC and amended order on AFCO stay relief stipulation regarding insurance premiums (0.4)	0.70
09/21/23	JCG	Review COC/order/stipulation regarding AFCO MFRS (.2); review motion	0.40

Date	Tkpr	Narrative	Hours
		for relief from stay filed by P. Wyszynski (.2)	
09/21/23	JRH	Review P. Wyszynski motion for relief from stay regarding prepetition litigation (0.3) and review COC and amended order on AFCO stay relief stipulation regarding insurance premiums (0.4)	0.70
09/25/23	KMC	Review E. Louro motion for relief from stay regarding prepetition litigation (0.2)	0.20
09/25/23	JCG	Review motion for relief filed by E. Louro	0.20
09/26/23	JCG	Review MFRS filed by L. Nowicki (.2); review MFRS filed by Corporate Lodging (.2)	0.40
09/27/23	KMC	Review Comdata motion for relief from stay regarding set-off rights (0.3) and review L. Nowicki motion for relief from stay regarding prepetition litigation (0.2)	0.50
09/27/23	JRH	Review various relief from stay and set-off issues/filings	0.80
09/28/23	KMC	Review COC and stipulation regarding J. Howard stay relief motion (0.2), review COC and stipulation regarding P. Wyszynski stay relief motion (0.2), and review COC and stipulation regarding A. Nasser stay relief motion (0.2) A. Nasser COCC and order	0.60
09/28/23	JCG	Review motion for relief filed by T. Spence	0.20
09/28/23	JRH	Review COC and stipulation regarding J. Howard stay relief motion (0.2), review COC and stipulation regarding P. Wyszynski stay relief motion (0.2), and review COC and stipulation regarding A. Nasser stay relief motion (0.2) A. Nasser COCC and order	0.60
09/29/23	KMC	Review T. Spence motion for relief from stay regarding prepetition litigation (0.3) and review D. Drew notice of withdrawal of motion for relief from stay (0.1)	0.40

## Relief from Stay/Adequate Protection

<u>Attorney Name</u>		<u>Hourly Rate</u>	<u>Hours</u>	<u>Amount</u>
<u>Partner</u>				
Kevin M. Capuzzi	(KMC)	\$640.00	5.20	\$3,328.00
Jennifer R. Hoover	(JRH)	\$815.00	3.60	\$2,934.00
			8.80	\$6,262.00
<u>Associate</u>				
John C. Gentile	(JCG)	\$525.00	2.80	\$1,470.00
			2.80	\$1,470.00
		TOTAL:	11.60	\$7,732.00

Combined Average Hourly Rate: \$666.55

SUMMARY OF EXPENSES INCURRED FOR THIS PERIOD  
SEPTEMBER 1, 2023 THROUGH SEPTEMBER 30, 2023

Expense	Amount
Court Reporter Fees	\$19.20
Outside Professional Services	<u>\$9,535.17</u>
TOTAL:	<u>\$9,554.37</u>



Court Reporter Fees			
Date	User	Description	Amount
09/20/23	LM	Vendor: Reliable Wilmington; Invoice#: WL112725; Date: 9/20/2023 - copy of transcript - 9/15/23 hearing - copy of transcript - 9/15/23 hearing	19.20
TOTAL			<u>19.20</u>

## Outside Professional Services

Date	User	Description	Amount
09/22/23	KMC	Vendor: DLS Discovery, LLC; Invoice#: 181117; Date: 9/22/2023 - Litigation printing/binding - Litigation printing/binding	1,167.32
09/22/23	KMC	Vendor: DLS Discovery, LLC; Invoice#: 181118; Date: 9/22/2023 - Print/mail/postage - Print/mail/postage	8,367.85
TOTAL			<u>9,535.17</u>